UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE

JAN 2 4 2005

In Re: W.R. GRACE & CO., et al.,)) CHAPTER 11)) BANKRUPTCY NO. 01-01139 (JJF)
DEBTORS.) (Jointly Administered)) _)

NOTICE OF WITHDRAWAL AND SUBSTITUTION OF COUNSEL

PLEASE TAKE NOTICE that the law firm of Lukins & Annis, P.S. hereby intends to withdraw as attorneys in the above matter, and that Darrell W. Scott, formerly a partner at Lukins & Annis, will continue representation of certain creditors and will be substituted as attorney. All future pleadings and papers should be served on Darrell W. Scott at the following address:

Darrell W. Scott
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Phone: (509) 455-3966

DATED this 30 day of December, 2004.

LUKINS & ANNIS, P.S.

TERENCE R. WHITTEN, WSBA No. 03254

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